IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY PETITION NO.262 OF 2006 IN C.A.NO.481 OF 2006
WITH
COMPANY PETITION NO.263 OF 2006 IN C.A.NO.482 OF 2006

Lauren Information Technologies Pvt. Ltd.

Lauren Software Pvt. Ltd.

....Petitioners.

Mr. N.Dhilla i/by M/s. Hariani & Co. for the Petitioners.

Ms. K.V.Gautam,Dy. O.L. present.

Mr.C.J. Joy with R.C.Master i/by S.S. Sarkar for the Regional Director.

CORAM : R.S. MOHITE, J.
DATED : 01/9/2006.

P.C.

1. Company Petition No.262 of 2006 has been filed by Lauren Information Technologies Pvt. Ltd.-transferor company and Company Petition No.263 of 2006 is filed by the transferee company Lauren Software Pvt. Ltd. By these petitions which are filed under Section-391 and 394 of the Companies Act, petitioners seeks sanction of a Scheme of Amalgamation of the transferor company with the transferee company.

2. I have heard the Advocate for the petitioners. According to them all the statutory requirements have been complied with. The Regional Director, Western

Region, Ministry of Company Affairs, Marine Drive, Bombay was served with the copies of petitions. The Regional Director has sent the copies of the petitions to the Registrar of Companies and obtained a report which was considered on various points namely creditors interest, shareholders interest and public interest. In the affidavit of the Regional Director dated 23.8.2006, it is stated that the Regional Director did not find the scheme to be prejudicial to the interest of the creditors, shareholders and to public interest. The Official Liquidator has also filed a report in this court stating that with the aid of a Chartered Accountant books of accounts of the company have been scrutinised for a period of five years and based upon the Audit report, according to the Official Liquidator the affairs of the transferor company are found not having been conducted in a manner prejudicial to the interest of the members or to public interest.

3. No objection has been raised by any of the shareholder or creditor to the proposed amalgamation. In the circumstances, as all the statutory requirements have been met, I allow the Company Petition No.262 of 2006 in terms of prayer clause (a) to (e) and (h) with the modification of prayer (h) allowing the petitioner company 90 days time instead of 30 days as prayed for, for delivering the certified copy of the order to the

Registrar of Companies. In each of the petitions, the petitioner to pay Rs.2500/- each to the Regional Director as costs . In addition, the transferor company to pay Rs.2500/- to the Official Liquidator. Costs to be paid in four weeks from today.

4. Parties to act on a copy of this order duly certified by the Company Registrar. Making up of a drawn up order is dispensed with. Both the petitions stand disposed off.

(R. S. MOHITE, J.)